

NO6060002027

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

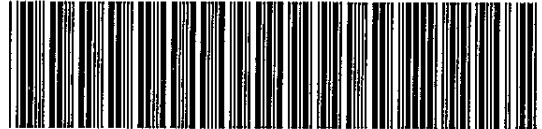
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000066249850

02/22/06--01023--010 \*\*89.50

FILED  
06 FEB 22 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/23/06

INTERNATIONAL UNDERWATER SCIENCE CENTER, INC.

17314 Panama City Beach Parkway  
Panama City Beach, FL 32413  
850-235-4101

February 21, 2006

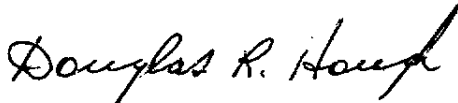
Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Subject: International Underwater Science Center, Inc.  
Articles of Incorporation

Our check in the amount of \$89.50 is attached for:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	\$10.75 (\$8.75 plus \$1 per page for 2 additional pages)
Certificate of Status	\$ 8.75
Total	\$89.50

Sincerely,



Douglas R. Hough

ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL UNDERWATER SCIENCE CENTER, INC.  
(A Corporation Not for Profit)

FILED  
06 FEB 22 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following Charter:

ARTICLE I – NAME

The name of the corporation shall be International Underwater Science Center, Inc.

ARTICLE II – MAILING ADDRESS

The mailing address of the principal office and that of the Corporation shall be 17314 Panama City Beach Parkway, Panama City Beach, Florida 32413.

ARTICLE III – PURPOSE

The International Underwater Science Center's primary purpose shall be:

- 1) To provide a public center of underwater history and technology to preserve, interpret and exhibit artifacts and documents of permanent historical record and value.
- 2) To provide a library and archives of information and a resource of reference information from which members and non-members may draw.
- 3) To promote and develop educational programs or exhibits for the improvement of the historical knowledge of the membership and the public at large by advice and education in the area of undersea activities.

ARTICLE IV – BOARD OF DIRECTORS

The governing body of this corporation shall be a Board of Directors.

ARTICLE V – ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE VI – TERM

This corporation shall have perpetual existence and shall commence on filing.

#### ARTICLE VII – OFFICERS

The names and addresses of the officers of this corporation who are to serve for one year or until their successors are elected as prescribed in the Bylaws are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Bill Bruhmuller	President	2159 Briarwood Circle Panama City, FL 32405
Ken Shaw	Vice President (President Elect)	924 College Boulevard North Lynn Haven, FL 32444
Gayle Oberst	Secretary	208 Oleander Circle Panama City Beach, FL 32413
Joey Ginn	Treasurer	3302 Country Club Drive Lynn Haven, FL 32444
Guy York	Director	7552 Coleridge Road Panama City, FL 32404
Wayne Stubbs	Director	2827 Longleaf Road Panama City, FL 32405
Ronald Hardy	Director	781 Choctawhatchee River Road Bruce, FL 32455

#### ARTICLE VIII – MEMBERSHIP

Regular and corporate members shall be persons who have demonstrated by their activities and contributions a clear interest in the aims and objectives of the Corporation. Honorary and undergraduate membership may be elected by the Board of Directors in the manner prescribed in the bylaws.

#### ARTICLE IX – TRANSFER OF MEMBERSHIP

Membership may not be transferred.

#### ARTICLE X – DISSOLUTION

In the event of dissolution, after all debts are paid the residual assets of the corporation will be turned over to one or more organizations of marine sciences to receive the remaining assets which themselves are exempt as organizations describe in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code, or to the Federal, State or Local government for exclusive public purpose.

#### ARTICLE XI – BYLAWS

The Bylaws of the corporation are to be made, altered or rescinded by the members of the Board of Directors.

#### ARTICLE XII – AMENDMENTS

Amendments to the Articles of Incorporation shall be approved by the Board of Directors, proposed to them by the Executive Director and approved at any meeting by a three-fourths vote of the Board of Directors present, providing not less than 60 days notice shall have been given to all the Board of Directors setting forth the proposed amendment.

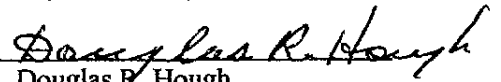
#### ARTICLE XIII – OWNERSHIP

This Corporation shall be a wholly owned subsidiary of the Institute of Diving, Incorporated (A Corporation Not for Profit) in the State of Florida August 8, 1977.

#### ARTICLE XIV – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 17314 Panama City Beach Parkway, Panama City Beach, Florida 32413-2020 and the name of the initial registered agent of this corporation at that address is Ronald Hardy.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20 day of Feb, 2006.

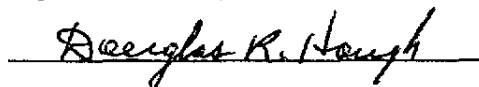
  
Douglas R. Hough

#### ARTICLE XV – INCORPORATOR

The name and the street address of the incorporator for these articles of incorporation is:  
Douglas R. Hough, 17314 Panama City Beach Parkway, Panama City Beach, Florida 32413-2020.

The undersigned incorporator has executed these Articles of Incorporation this 20 day of Feb 2006.

Signature of Incorporator:



Douglas R. Hough  
Typed name of incorporator signing

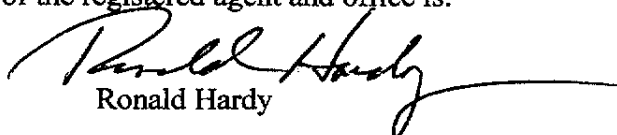
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

International Underwater Science Center, Inc.

2. The name and address of the registered agent and office is:

  
Ronald Hardy

17314 Panama City Beach Parkway

Panama City Beach, FL 32413  
(CITY/STATE/ZIP)

FILED  
06 FEB 22 PM 3:40  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

2-20-06  
(DATE)